

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	4	\$773,777.82		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	3			\$35,949,982.71
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	8			\$1,279,158.53
F - Creditors Holding Unsecured Nonpriority Claims	Yes	59			\$577,995.01
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
TOTAL		77	\$773,777.82	\$37,807,136.25	

**SCHEDULE A - REAL PROPERTY**

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Southern Pawn located at 29661 US Highway 19 North Clearwater, Florida 33761	Leasehold		\$0.00	\$0.00

**Total:** **\$0.00**  
(Report also on Summary of Schedules)

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**  
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Chase Checking Account #1883500280	\$31,356.40
		Chase Savings Account #000002724332784	\$8.42
3. Security deposits with public utilities, telephone companies, landlords, and others.		Total Deposits Detailed description provided on Schedule B-1	\$19,353.00
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Loans outstanding	\$345,892.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Judgment rendered in Pawnshop Management Company, LLC and Pawnshop Operating Company, LLC v. Joe Bob Wilcoxson d/b/a Paul's Pawnshop Cause No. DC-06-11701	\$17,500.00

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		
25. Automobiles, trucks, trailers, and other vehicles and accessories.		One covered trailer, 8ft long, 5ft wide, 5ft high	\$800.00
26. Boats, motors, and accessories.	X		

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**  
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.		Total at Stores 11, 12, 14, 15 and 19	\$38,450.00
29. Machinery, fixtures, equipment, and supplies used in business.		Total at Stores 11, 12, 14, 15 and 19	\$2,150.00
30. Inventory.		Total Inventory for stores 11, 12, 14, 15 and 19	\$318,268.00
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		
35. Other personal property of any kind not already listed. Itemize.	X		
<b>Total &gt;</b>			<b>\$773,777.82</b>

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

3 continuation sheets attached

SCHEDULE B-1

Vendor Name	Store Number	Account Number	Deposit Amount
City of Pinellas Park	11	xxxxxx0900	\$ 180.00
Progress Energy Florida, Inc.	11	xxxxxx x3416	\$ 2,110.00
Progress Energy Florida, Inc.	12	xxxxxx x4229	\$ 1,530.00
City of Dunedin, Utility Billing Dept	14	xxxxxx-x0642	\$ 150.00
City of Dunedin, Utility Billing Dept	14	xxxxxx-x0640	\$ 150.00
City of Dunedin, Utility Billing Dept	14	xxxxxx-x0918	\$ 188.00
Progress Energy Florida, Inc.	14	xxxxx x2191	\$ 1,250.00
Progress Energy Florida, Inc.	14	xxxxx x1106	\$ 300.00
Pinellas County Utilities	15	xxxxxxxxxx4049	\$ 100.00
Progress Energy Florida, Inc.	15	xxxxx x6394	\$ 335.00
Progress Energy Florida, Inc.	15	xxxxx x7302	\$ 250.00
Progress Energy Florida, Inc.	15	xxxxx x5313	\$ 145.00
Sun Village	15	12300 Seminole Blvd	\$ 1,850.00
Harris Properties	19		\$ 8,175.00
Pinellas County Utilities	19	xxxxxxxxxx5576	\$ 55.00
Progress Energy Florida, Inc.	19	xxxxx x7315	\$ 930.00
Progress Energy Florida, Inc.	19	xxxxx x4202	\$ 1,655.00
	<b>Store 11:</b>	\$	2,290.00
	<b>Store 12:</b>	\$	1,530.00
	<b>Store 14:</b>	\$	2,038.00
	<b>Store 15:</b>	\$	2,680.00
	<b>Store 19:</b>	\$	10,815.00
	<b>Total:</b>	\$	19,353.00

In re **Pawnshop Operating Company, LLC**Case No. **11-41327-RFN-11**  
(If known)**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)☐ Check if debtor claims a homestead exemption that exceeds  
\$146,450.\*

- ☐ 11 U.S.C. § 522(b)(2)  
☐ 11 U.S.C. § 522(b)(3)

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
<i>* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.</i>		\$0.00	\$0.00



**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBITOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: xxxxxx0373  Betsy Price Tax Assessor P.O. Box 961018 Fort Worth, Texas 76161		DATE INCURRED: NATURE OF LIEN: <b>Taxes</b> COLLATERAL: <b>Nonresidential Real Property</b> REMARKS: <b>Store 17</b>  VALUE: <b>\$800,000.00</b>				<b>\$2,194.66</b>	
ACCT #: xxxxxxx0365  Betsy Price Tax Assessor P.O. Box 961018 Fort Worth, Texas 76161		DATE INCURRED: NATURE OF LIEN: <b>Taxes</b> COLLATERAL: <b>Nonresidential Real Property</b> REMARKS: <b>Store 16</b>  VALUE: <b>\$800,000.00</b>				<b>\$6,263.58</b>	
ACCT #:  Jemet Holdings, LLC 535 Broadhollow Road Suite A1A Melville, New York 11747		DATE INCURRED: NATURE OF LIEN: <b>Bond Issuance</b> COLLATERAL: <b>FF&amp;E, Accounts, Inventory, Leasehold Improvements</b> REMARKS: <b>As Agent for Bondholders of PMC Income Fund Series C-H</b>  VALUE: <b>\$800,000.00</b>				<b>\$0.00</b>	
ACCT #:  Legacy Equity Fund, Inc. 6209 Kenwick Avenue Fort Worth, Texas 76116		DATE INCURRED: <b>2007-2009</b> NATURE OF LIEN: <b>Note and Security Agreement</b> COLLATERAL: <b>FF&amp;E, Accounts, Inventory</b> REMARKS:  VALUE: <b>\$800,000.00</b>				<b>\$1,500,000.00</b>	<b>\$700,000.00</b>
Subtotal (Total of this Page) >						<b>\$1,508,458.24</b>	<b>\$700,000.00</b>
Total (Use only on last page) >							

2 continuation sheets attached

(Report also on  
Summary of  
Schedules.)(If applicable,  
report also on  
Statistical  
Summary of  
Certain Liabilities  
and Related  
Data.)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:	X	DATE INCURRED: 9/15/2010 NATURE OF LIEN: Debtors Note and Security Agreement COLLATERAL: FF&E, Accounts, Inventory, Intellectual Property REMARKS: Located at 1045 Main Street, Dunedin, Florida 34698				\$250,000.00	
Managed Money, Inc. 13455 Noel Road, Suite 1000 Dallas, Texas 75240		VALUE: \$800,000.00					
ACCT #:							
ACCT #:		DATE INCURRED: NATURE OF LIEN: Bond Issue COLLATERAL: Bond Issue REMARKS:	X	X	X	\$2,509,735.36	\$2,308,956.53
PMC Income Fund Series C, LLC c/o Delaware Corporate Services, Inc. 222 Delaware Avenue, 10th Floor Wilmington, Delaware 19899		VALUE: \$200,778.83					
ACCT #:							
ACCT #:		DATE INCURRED: NATURE OF LIEN: Bond Issue COLLATERAL: Bond Issue REMARKS:	X	X	X	\$9,449,050.96	\$8,693,126.88
PMC Income Fund Series D, LLC 7509 Chapel Avenue Fort Worth, Texas 76116		VALUE: \$755,924.08					
ACCT #:							
ACCT #:		DATE INCURRED: NATURE OF LIEN: Bond Issue COLLATERAL: Bond Issue REMARKS:	X	X	X	\$7,395,643.31	\$6,803,991.85
PMC Income Fund Series E, LLC c/o Mitch Musgrove, Registered Agent 625 N. Flagler Drive, Suite 509 West Palm Beach, Florida 33401		VALUE: \$591,651.46					
ACCT #:							
Sheet no. 1 of 2 continuation sheets attached to Schedule of Creditors Holding Secured Claims						\$19,604,429.63	\$17,806,075.26
Subtotal (Total of this Page) > Total (Use only on last page) >							

Sheet no. 1 of 2 continuation sheets attached to Schedule of Creditors Holding Secured Claims

(Report also on Summary of Schedules.)

(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:		DATE INCURRED: NATURE OF LIEN: <b>Bond Issue</b> COLLATERAL: <b>Bond Issue</b> REMARKS:					
PMC Income Fund Series F, LLC 7509 Chapel Avenue Fort Worth, Texas 76116			X	X	X	\$6,649,075.09	\$6,117,149.08
		VALUE: \$531,926.01					
ACCT #:		DATE INCURRED: NATURE OF LIEN: <b>Bond Issue</b> COLLATERAL: <b>Bond Issue</b> REMARKS:					
PMC Income Fund Series G, LLC c/o Corporate Legal Group, Plc, Registered Agent 2161 Palm Beach Lakes Blvd., #215 West Palm Beach, Florida 33409			X	X	X	\$7,510,960.58	\$6,910,083.73
		VALUE: \$600,876.85					
ACCT #:		DATE INCURRED: NATURE OF LIEN: <b>Bond Issue</b> COLLATERAL: <b>Bond Issue</b> REMARKS:					
PMC Income Fund Series H, Inc. c/o Delaware Corporate Services, Inc. 1220 N. Market Street, Suite 850 Wilmington, Delaware 19801			X	X	X	\$677,059.17	\$622,894.44
		VALUE: \$54,164.73					

Sheet no. 2 of 2 continuation sheets attached  
to Schedule of Creditors Holding Secured Claims

Subtotal (Total of this Page) &gt;

Total (Use only on last page) &gt;

\$14,837,094.84

\$35,949,982.71

\$13,650,127.25

\$32,156,202.51

(Report also on  
Summary of  
Schedules.)(If applicable,  
report also on  
Statistical  
Summary of  
Certain Liabilities  
and Related  
Data.)